



USM Board of Regents
Committee on Organization and Compensation
Minutes from Public Session
September 6, 2017
UMB

Minutes of the Public Session

Regent Gooden called the meeting of the Organization and Compensation Committee of the University System of Maryland Board of Regents to order in public session at 8:30 a.m. on Wednesday September 6, 2017 in Conference Room 03-117, Saratoga Building, UMB, Baltimore.

Those in attendance: Regents Gooden, Gossett, Attman, Augustine, Gourdine, Neall, Rauch, and Brady; Chancellor Caret; Vice Chancellors Boughman and Neal; President Thompson; Ms. Doyle, AAG Bainbridge, AAG Langrill, Ms. Skolnik, Mr. Lurie and Ms. Beckett.

- 1. Approval of public and closed session minutes for O&C meeting on August 22, 2017.** The Regents approved the minutes (Moved by Regent Gooden, seconded by Regent Gossett; unanimously approved).
- 2. Discussion of Work Plan for Report on Executive Compensation and Governance.** The Regents discussed a work plan for the recommendations provided by Sibson in the Report on Executive Compensation and Governance.
- 3. Review of USM Executive Compensation Philosophy.** The Regents reviewed the draft USM Executive Compensation Philosophy and approved the draft with a minor change. (Moved by Regent Brady, seconded by Regent Attman; unanimously approved).
- 4. Timeframe for Periodic Remuneration Reviews.** The Regents reviewed and approved the proposed timeframe for periodic remuneration reviews with a change in the recommended timeframe for comprehensive updates to the compensation data (from “3 years” to “3 to 5 years.” The committee asked that staff review the options for conducting the comprehensive update – i.e. by USM staff or by a consultant. (Moved by Regent Brady, seconded by Regent Neall; unanimously approved).
- 5. Definition of Tenure and Brief Overview of Policies.** Dr. Boughman provided the Regents with an overview of the tenure processes at USM institutions. The committee asked Dr. Boughman to provide data on the numbers and percentage of tenured faculty for each institution.
- 6. Plan for Annual Policy Review.** The Regents approved the proposed plan for annual policy reviews. (Moved by Regent Brady, seconded by Regent Attman; unanimously approved).
- 7. Coppin State University – Proposed Board of Visitors.** President Thompson presented her request to establish a Board of Visitors at CSU. The Regents approved the proposal with a

request that President Thompson come back in six months to a year with an update. (Moved by Regent Brady, seconded by Regent Attman; unanimously approved).

8. **Review of Committee Charge.** The Regents reviewed the charge for the Committee on Organization and Compensation and did not make any changes.
9. **Reconvene to closed session.** There was a motion to convene in closed session to discuss the topics set forth in the closing statement, matters exempted from the Open Meetings Act, under the General Provisions Article, §3-305(b) (1) (i): the appointment, employment, assignment, promotion, discipline, demotion, compensation, removal, resignation or performance evaluation of appointees, employees or officials over whom it has jurisdiction; (7) to consult with counsel to obtain legal advice on a legal matter; and (9) to conduct collective bargaining negotiations or consider matters that relate to the negotiations. (Moved by Regent Rauch, seconded by Regent Gossett; unanimously approved).

Meeting adjourned at 9:59 a.m.